

TEHACHAPI VALLEY HEALTHCARE DISTRICT
BOARD OF DIRECTORS MEETING
MINUTES

116 W E Street
Tehachapi, CA 93561
August 17, 2021

4:30pm

Board Present: Mike Nixon, Christine Sherrill, William Steele, Duane Moats

Staff Present: Caroline Wasielewski, CEO; Chet Beedle, via teleconference
Scott Nave, Legal Counsel

I. CALL TO ORDER

Chair Mike Nixon called the meeting to order at 4:30 pm.

II. FLAG SALUTE

III. PUBLIC COMMENTS ON ITEMS NOT APPEARING ON THE AGENDA

None

IV. CONSENT AGENDA

A. Approval of Minutes

1. Board of Directors Meeting, 7/20/21
2. Receive and File, Community Outreach Committee, 7/13/21
3. Receive and File, Strategic Planning Committee, 7/15/21

Consent Agenda Approval

MSA: STEELE/SHERRILL; ROLL CALL 5-0; APPROVED

V. OLD BUSINESS

A. Adventist Health - Tenant Improvement Medical Office Building

David Butler, President of Adventist Health Tehachapi Valley addressed to the Board concerning the proposed tenant improvements to the hospital at 1100 Magellan Drive. As per the Affiliation Agreement, any improvement of \$100,000 or more must be approved by the Tehachapi Valley Healthcare District Board. Adventist Health wants to build a medical office building, approximately 10,000 square feet at an estimated cost of \$7 million. It would house the Community Care Clinic, Physical Therapy, and a multitude of specialists. The aim is to help more people in the community. Since the land is owned by TVHD, Mr.

Butler asked if the current master lease could be extended, to encompass the new medical office building. Scott Nave, legal counsel responded that since the current lease between TVHD and AH represents 50% or more of our assets, there must be public approval, in the form of a vote, to extend it. There would be associated election costs to this. Director Steele suggested a separate lease just for the land that will be used for the medical office building. Mr. Nave stated that if there is a new lease, it would be for the land that AH is going to use for the office building. That would not represent 50% or more of our assets so no public vote needed. The term can be for another 30 years or can coincide with original lease. Mr. Butler will take this information back to legal team to discuss.

The Board will need more plans and designs of building to do a final approval.

VI. NEW BUSINESS

A. Resolution of Acknowledgement for Dr. Sam Conklin

Director Sam Conklin, MD has resigned from the Tehachapi Valley Healthcare District Board. To fill the vacancy, a notice will be displayed on the website, and in two additional public places for at least 15 days. The Board will review applications and then has 60 days to fill the seat. That director will serve until the next general election which will be November 2022. The Board directed Ms. Wasielewski to place the notice in the Loop and Tehachapi News newspapers.

Director Moats motioned to approve the Resolution to Acknowledge Dr. Conklin for his incredible contribution to the Tehachapi Valley Healthcare District. Director Steele Seconded, there was no discussion. The resolution was approved 4-0.

MSA; MOATS/STEELE; APPROVED 4-0

VII. REPORTS

A. Finance Report (Wasielewski)

CFO Beedle was not available for the meeting. CEO Wasielewski filled in and reviewed the Statement of Cash Flows included in the packet.

B. CEO Report

Ms. Wasielewski reviewed the CEO report in the board packet. Ms. Wasielewski reported on participation in National Night Out. An RFP will be sent out to collect bids on 2 mobile generators. The demolition of 115 W E Street will likely be in September due to a delay from Southern California Edison in removing the meters and disconnecting the transformer. A Notice of Termination has been file with the California

Water Board for an outstanding construction permit at 1100 Magellan Drive. Lisa Hughes is completing the audit with Rick Jackson. Ms. Wasielewski and Director Sherrill are applying for a \$100,000 grant from PG&E.

Board of Director Travel

None

VIII. BOARD COMMENTS ON ITEMS NOT APPEARING ON THE AGENDA

None

IX. CLOSED SESSION

A. Personnel Evaluation: CEO

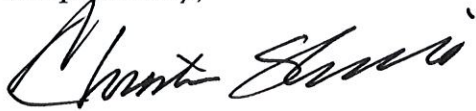
X. CLOSED SESSION REPORT

Board discussed CEO Evaluation and no action was taken.

XI. ADJOURNMENT

Meeting adjourned at 5:03 pm

Respectfully,

A handwritten signature in black ink, appearing to read "Christine Sherrill". The signature is written in a cursive, flowing style.

Christine Sherrill
Secretary